

So Ordered.

Signed this 4 day of February, 2019.



Margaret Cangilos-Ruiz  
United States Bankruptcy Judge

UNITED STATES BANKRUPTCY COURT  
NORTHERN DISTRICT OF NEW YORK

In re:

CENTERSTONE LINEN SERVICES, LLC,  
ATLAS HEALTH CARE LINEN SERVICES CO., LLC,  
ALLIANCE LAUNDRY & TEXTILE SERVICE, LLC,  
ALLIANCE LAUNDRY AND TEXTILE SERVICE OF  
ATLANTA, LLC, and  
ALLIANCE LTS WINCHESTER, LLC  
*d/b/a Clarus Linen Systems*<sup>1</sup>,

Debtors.

)  
)  
) Case Nos.  
) 18-31754 (main case)  
) 18-31753  
) 18-31755  
) 18-31756  
)  
) 18-31757  
)  
) Chapter 11 Cases  
) Jointly Administered  
)  
)

**FOURTH INTERIM ORDER ON DEBTORS' MOTION  
FOR POSTPETITION FINANCING**

<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are: Centerstone Linen Services, LLC d/b/a Clarus Linen Systems (5594) ("Centerstone"); Atlas Health Care Linen Services Co., LLC d/b/a Clarus Linen Systems (2681) ("Atlas"); Alliance Laundry & Textile Service, LLC d/b/a Clarus Linen Systems (8284) ("Alliance"); Alliance Laundry and Textile Service of Atlanta, LLC d/b/a Clarus Linen Systems (4065) ("Atlanta"); and Alliance LTS Winchester, LLC d/b/a Clarus Linen Systems (0892) ("Winchester").

Pursuant to a hearing held on February 1, 2019, the provisions set forth in this Court's interim debtor in possession financing and cash collateral order entered on December 21, 2018 at Doc. 33 ("First Interim Order")<sup>1</sup> and second debtor in possession financing and cash collateral order entered on January 11, 2019 at Doc. 125 ("Second Interim Order") and third debtor in possession financing and cash collateral order entered on January 25, 2019 at Doc. 158 ("Third Interim Order" and collectively with the First Interim Order and Second Interim Order, the "Existing Interim Order"), and subject to all qualifications therein, are hereby extended, as amended by this Fourth Interim Order, through the date of the final hearing, currently set for February 13, 2019 at 12:00 p.m. As agreed to by the Debtors, the DIP Agent, the DIP Lenders, the Committee and the U.S. Trustee, the budget attached to this Order as **Exhibit 1** is approved and replaces the budget attached to the Third Interim Order. Objections to the underlying relief, if any, are to be filed in writing with the Clerk of the Court by no later than February 11, 2019 at 12:00 p.m.

The following amendments ("Amendments") to the Existing Interim Order are hereby approved, which Amendments have been agreed to by the Debtors, the DIP Agent, the DIP Lenders, the Committee and the U.S. Trustee:

1. Paragraph E of the First Interim Order is deleted and restated as follows:

*Debtors' Representations.* "Subject to the rights of parties in interest as set forth in paragraph 38 hereof, after consultation with their attorneys and financial advisors, the Debtors (on behalf of, and for themselves) admit, stipulate, acknowledge, and agree to the following:"

---

<sup>1</sup> Capitalized terms used but not defined herein shall have the meanings given to them in the First Interim Order.

2. The first sentence of Paragraph G(ii) is amended to insert the following after the reference to “Prepetition Collateral”:

“(such liens, the “Prepetition Liens”)”

3. The first sentence of Paragraph 7 is amended to delete the reference to “DIP Other Documents” and to insert the following in its place:

“the Other Documents, as defined in the DIP Loan Agreement (the “DIP Other Documents”).”

4. Paragraph 26 is amended to add the following language to the end of the paragraph:

“which Milestones are amended by this Interim Order as follows:

- (a) obtaining entry of the Final Order on or before February 14, 2019;
- (b) providing (i) the terms of the Proposed Northern Asset Sale<sup>1</sup> and (ii) a final detailed budget covering the period of February 13, 2019 through the conclusion of the Debtors’ cases to the DIP Agent, the DIP Lenders, the Committee and the U.S. Trustee on or before February 7, 2019;
- (c) providing a copy of an executed Asset Purchase Agreement for the Proposed Northern Asset Sale to the DIP Agent, the DIP Lenders, the Committee and the U.S. Trustee by 10:00 a.m. on February 13, 2019;
- (d) filing a Sale Motion with the Bankruptcy Court seeking approval of the Proposed Northern Asset Sale on or before February 15, 2019;”

5. A “Challenge,” as described in Paragraph 38(a), must be commenced by the Committee on or before April 10, 2019, subject to the Committee’s right to seek a further extension and the DIP Agent’s right to oppose the same.

# # #

---

<sup>1</sup> As defined in the DIP Documents.